WT 03-113

Before the FEDERAL COMMUNICATIONS COMMISSION Washington, D.C. 20554

In re Applications of:

AT&T WIRELESS PCS, LLC and Its Subsidiaries;

UNITED STATES CELLULAR CORP. and Its Subsidiaries:

ABC WIRELESS, LLC;

ARNAGE WIRELESS, LLC: and

SKAGIT WIRELESS, LLC

For the Assignment of Broadband PCS and Cellular Licenses

DOCKET FILE CCPY ORIGINAL

File Nos. 0001254000 et al.

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Federal Communications Commission
Office of the Secretary

ASSIGNMENT APPLICATIONS

AT&T WIRELESS PCS, LLC And Its Subsidiaries

David C. Jatlow AT&T Wireless, LLC 1150 Connecticut Ave., NW Fourth Floor Washington, DC 20036 Tel: 202-223-9222

Fax: 202-223-9095

ABC WIRELESS, LLC ARNAGE WIRELESS, LLC SKAGIT WIRELESS, LLC

Thomas Gutierrez
Todd Slamowitz
Lukas Nace Gutierrez & Sachs, Chtd
1111 19th Street, N.W.
Suite 1200
Washington, DC 20036
Tel: 202-857 3500

Tel: 202-857-3500 Fax: 202-857-5747

Dated: April 1, 2003

UNITED STATES CELLULAR CORP. And Its Subsidiaries

George Wheeler Peter Connolly Holland & Knight LLP 2099 Pennsylvania Avenue, N.W. Suite 100 Washington, DC 20006 Tel: 202-955-3000

Fax: 202-955-5564

ŀ	No.	Assignor	Assignee				Applicatio	n Charl							
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EXHIBIT A: PUBLIC INTEREST STATEMENT AND DESCRIPTION OF TRANSACTION

1. Overview

By this application, AT&T Wireless Services, Inc. ("AWS"), United States Cellular Corporation ("USCC"), ABC Wireless, LLC ("ABC"), Arnage Wireless, LLC ("Arnage"), and Skagit Wireless, LLC ("Skagit"), as well as certain AWS and USCC affiliates, seek FCC consent to implement an exchange of certain systems and licenses. In brief, the exchange contemplates the following proposed elements that require FCC consent:

- (A) AT&T Wireless PCS, LLC ("AWP"), a wholly owned subsidiary of AWS, will acquire a broadband PCS license from each of Arnage, Skagit, and ABC.
- (B) Florida RSA#8, Inc. ("FLR8, Inc."), a wholly owned subsidiary of USCC, will be merged into Florida RSA#8 LLC ("FLR8 LLC") with FLR8 LLC as the surviving entity. As a result, the four 800 MHz cellular licenses and 54 microwave authorizations held by FLR8, Inc. will be assigned, on a pro forma basis, from FLR8, Inc. to FLR8 LLC.
- (C) Certain wholly-owned USCC subsidiaries will assign, on a *pro forma* basis, six 800 MHz cellular authorizations and 94 associated microwave licenses to FLR8 LLC.
- (D) Certain wholly-owned AWS subsidiaries will assign to FLR8 LLC all, or part, of eight broadband PCS licenses held by such entities, including one of the newly acquired licenses described in (A) above.
- (E) FLR8 LLC will assign to AWP the ten 800 MHz A block cellular licenses and 148 associated microwave authorizations described in (B) and (C) above.

The exchange also contemplates elements that do not require FCC consent, or that would only require FCC consent if exercised, including:

- (A) Assignment from AWS to USCC of non-controlling, minority partnership interests in certain cellular systems.
- (B) Payment by AWP to USCC of \$30.75 million in cash.
- (C) Grant by AWS to USCC of an option to acquire certain additional FCC authorizations (which will require, if exercised, certain future consents from the FCC).

As context dictates, "AWS" and "USCC" are occasionally used herein to denote, respectively, "AWS and its subsidiaries" or "USCC and its subsidiaries."

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(D) Assignment from FLR8 LLC to AWP of certain assets and facilities associated with the cellular systems being assigned to AWP.

As discussed below, this transaction will permit both companies to rationalize their license and systems holdings to strategically effectuate their regional and national growth plans. While the transaction contemplates the acquisition of a single F Block PCS licenses from each of Arnage, Skagit, and ABC, those licensees have completed their five-year build obligations² and the licenses will be in the seventh year of the license term by the close of the public notice period.³ As a result, unjust enrichment will be limited to the pay-off of installment debt on KNLG716, the Arnage F Block license, which is the only license subject to installment payments. Moreover, although the competitive issues are discussed further below, subsequent to the consummation of the transaction, neither party will be licensed for more spectrum than would otherwise be allowed under the former spectrum cap rules. Thus, no spectrum aggregation issues result.

2. Detailed Description of Transactions

AWS, USCC, ABC, Arnage, and Skagit recently entered into a series of agreements in order to effectuate, following FCC consent, the rationalization of certain regional mobile wireless markets. As discussed above, the agreements generally contemplate that a USCC subsidiary will assign to an AWS subsidiary the licenses and assets associated with a number of operational cellular systems in Florida and Georgia. These cellular markets are complementary to AWS's wireless footprint, and no longer fit USCC's regional strategy. In exchange, AWS has agreed to have certain AWS subsidiaries assign to a USCC subsidiary, or provide USCC with options to acquire, certain spectrum in the Midwest and Northeast that AWS or its subsidiaries own or have contracted to acquire from Arnage, Skagit, and ABC. The spectrum and licenses that will be assigned to the USCC subsidiary in the Midwest and Northeast represent capacity that AWS does not foresee utilizing in the short term. USCC will utilize the spectrum to expand its existing Midwest and Northeast presence and connect adjoining markets. Thus, the transaction serves the needs of both USCC and AWS in extending their existing facilities-based services in a rational manner within those regional areas.

As noted, AWS will also assign to USCC certain ownership interests in existing systems that do not require prior FCC approval. Specifically, AWS will assign its entire interest in the following systems to USCC: (i) shares of common stock representing 1.39791% of the outstanding common stock in LaCrosse Cellular Telephone, Inc., a Delaware corporation; (ii) a 2.043%

² See Initial Application for KNLH391, FCC File No. 01128CWL97 (granted April 28, 1997); Initial Application for KNLH285, FCC File No. 00165CWL97 (granted April 28, 1997); Initial Application for KNLG716, FCC File No. 01831CWL97 (granted April 28, 1997); see also ULS File Nos. 0000850264 (5 year build certification for KNLH391); 0000869828 (5 year build certification for KNLH285); 0000858630 (5 year build certification for KNLG716).

³ ABC, Arnage and Skagit have been in operation and transmitting signals continuously at all times since completion of their five-year build out requirements. At this time, they currently do not have any subscribers in their respective markets; nor are they engaged in any marketing efforts.

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limited partnership interest in Dubuque Cellular Telephone L.P., a Delaware limited partnership; (iii) a 2.5536% limited partnership interest in Manchester-Nashua Cellular Telephone L.P., a Delaware limited partnership; (iv) a 3.4046% general partnership interest in Racine Cellular Telephone Company, a Wisconsin general partnership; (v) a 4.8133% general partnership interest in Lewiston CellTelCo Partnership, a Washington, D.C. general partnership; and, (vi) a 5.2840% limited partnership interest in Bangor Cellular Telephone L.P., a Delaware limited partnership.

Notably, while the minority interests being assigned in both the case of the Lewiston CellTelCo Partnership ("LCTC") and Racine Cellular Telephone Company Partnership ("RCTC") are general partnership interests, the assignment of the interests at issue does not amount to a transfer of control. Indeed, USCC is already the *de jure* and *de facto* controlling partner of both partnerships. USCC, even prior to the assignments from AWS, indirectly holds an 83.63478% general partnership interest in LCTC and a 92.4137% general partnership interest in RCTC, and both partnerships provide for voting control purely based on percentage ownership. AWS' minority interests are therefore unable to even block supermajority transactions, which, in both partnerships, requires a two-thirds majority. Moreover, day-to-day operations are exclusively governed by three person executive committees that, in both cases, are exclusively comprised of USCC nominees. USCC is also the general manager of both partnerships. Under the circumstances, USCC is the *de facto* and *de jure* controlling general partner of the two partnerships, and the assignment of a further minority, non-controlling interest from AWS is rightfully considered *de minimis* and not requiring FCC consent.

The five tables described below represent the series of transactions requiring FCC approval that will be consummated simultaneously or nearly so, to accomplish the exchange transaction.

A. Substantive Assignments from ABC, Arnage and Skagit to AWP

Table 1 shows the licenses that will be assigned from the companies listed therein to AWP, a wholly owned subsidiary of AWS. While the subject authorizations are designated entity licenses, the relevant licensees have completed their five-year builds and the assignment of those designated entity licenses is no longer restricted. The parties have discussed the relevant unjust enrichment payment requirements in Section 4 below.

Table 1: Licenses Assigned from Third Parties to AWP											
Licensee Call Sign Market Area Mkt/Blk											
ABC Wireless, L.L.C.	KNLH391	Lincoln, NE	BTA256	F							
Skagit Wireless, L.L.C.	KNLH285	Sioux City, IA	BTA421	F							
Arnage Wireless, L.L.C.	KNLG716	Oklahoma City, OK	BTA329	F							

B. Pro Forma Merger of FLR8, Inc. into FLR8 LLC

Table 2 lists the 800 MHz cellular licenses held by FLR8, Inc. In addition, FLR8, Inc. also holds 54 microwave licenses, shown in Attachment 1A, and used in connection with FLR8, Inc.'s cellular systems. FLR8, Inc. will be merged into a new entity, FLR8 LLC, with FLR8 LLC as

the surviving entity. In so doing, the licenses shown in Table 2 and in Attachment 1A will undergo a pro forma assignment from FLR8, Inc. to FLR8 LLC.

Table 2: Licenses Pro Forma Assigned from FLR8, Inc. to FLR8 LLC											
Licensee	Call Sign	Assigned Area	Mkt/Blk								
Florida RSA #8, Inc.	KNKA583	Gainesville, FL	CMA192	T A							
Florida RSA #8, Inc.	KNKN550	FL 5 - Putnam	CMA364	A							
Florida RSA #8, Inc.	KNKN773	FL 6 - Dixie	CMA365	A							
Florida RSA #8, Inc.	KNKN628	FL 8 - Jefferson	CMA367	A							

C. Pro Forma Assignments from USCC Subsidiaries to FLR8 LLC

Table 3 lists the subsidiaries of USCC (which include USCOC of Tallahassee, Inc. ("USCOC-T"), Georgia RSA #11, Inc. ("GAR11"), USCOC of Florida RSA #7, Inc. ("FLR7")) that will assign, on a pro forma basis, the designated cellular authorizations to FLR8 LLC.⁶ In addition, the USCC entities listed in Table 3 will also assign 94 microwave licenses listed in Attachment 1B and used in connection with their cellular systems to FLR8 LLC.

Licensee	Call Sign	Assigned Area	Mkt/Blk	
USCOC of Tallahassee, Inc.	KNKA481	Tallahassee, FL	CMA168	Γ7
Georgia RSA #11, Inc.	KNKN706	GA 11 - Toombs	CMA381	7
Georgia RSA #11, Inc.	KNKQ280	GA 14 - Worth	CMA384	\Box
JSCOC of Florida RSA #7, Inc.	KNKQ382	FL 7 - Hamilton	CMA366	7
USCOC of Tallahassee, Inc.	KNKQ290	FL 9 - Calhoun	CMA368	7
USCOC of Tallahassee, Inc.	KNKN669	FL 10 - Walton	CMA369	Γ7

D. Substantive Assignments from AWS Subsidiaries to FLR8 LLC

Table 4 lists licenses held by wholly-owned subsidiaries of AWS (which include AT&T Wireless PCS, LLC ("AWP"), TeleCorp PCS, LLC ("TeleCorp"), and Eclipse PCS of Indianapolis, LLC ("Eclipse")) that will be assigned, to FLR8 LLC, a wholly owned subsidiary of USCC. Because KNLF716, shown in Table 4, was subject to a prior assignment from Arnage

⁴ FLR8, Inc. may undergo as part of the merger a restructuring under Delaware law to become an LLC, which if it occurs, for all intents and purposes, will occur simultaneously with the merger.

⁵ Because these transactions are purely *pro forma*, USCC could have filed notifications pursuant to the forbearance rules. However, given timing issues associated with the *pro forma* assignments and the nature of the two-step filings, USCC has filed the *pro forma* assignments as applications requesting prior consent.

⁶ Because these transactions are purely pro forma, USCC could have filed notifications pursuant to the forbearance rules. However, given timing issues associated with the pro forma assignments and the nature of the two-step filings, USCC has filed the pro forma assignments as applications requesting prior consent.

⁷ Certain of the assignments involve partitioning and disaggregation. While not shown in Table 4, the ULS applications filed that request partitioning provide population data for the partitioned areas using Census 2000 data.

(see Section 2(A)), the parties have filed a manual FCC Form 603 for that authorization with a request for waiver of the ULS filing rules.

Table 4: Licenses A ssigned from AWS Subsidiaries to FLR8 LLC										
Licensee	Call Sign	Assigned Area County	Mkt/Blk	ς	Spectrum Assigned	MHz				
AT&T Wireless PCS, LLC	KNLF216	Portland-Brunswick, ME BTA	BTA357	Ā	1850-1855/1930-1935	10				
AT&T Wireless PCS, LLC	KNLF237	Springfield, MO BTA (Partial) Christian County, MO Dade County, MO Greene County, MO Lawrence County, MO Barry County, MO			1850-1860/1930-1940					
		St. Louis, MO BTA		_	1850-1855/1930-1935					
AT&T Wireless PCS, LLC	KNLF289	Omaha, NE BTA	BTA332	A	1850-1855/1930-1935	10				
AT&T Wireless PCS, LLC	KNLG487	Milwaukee, WI BTA	BTA297	D	1865-1870/1945-1950	10				
		Mt. Vernon-Centralia, IL BTA	BTA308	A	1850-1855/1930-1935	10				
		Columbia, MO BTA	BTA090	A	1850-1855/1930-1935	10				
		Springfield, MO BTA (Partial) Camden County, MO Stone County, MO Taney County, MO	BTA428	A	1850-1855/1930-1935	10				
TeleCorp PCS, L.L.C.	WPOI217	Springfield, MO BTA (Partial) Dallas County, MO Douglas County, MO Hickory County, MO Polk County, MO Cedar County, MO Laclede County, MO Texas County, MO Webster County, MO Wright County, MO	BTA428	A	1850-1860/1930-1940	20				
		Jefferson City, MO BTA		-	1850-1855/1930-1935					
		Rolla, MO BTA		-	1850-1855/1930-1935					
		Terre Haute, IN BTA		_	1870-1875/1950-1955					
Edipse PCS of Indianapolis, LLC	WPQP644	Kokomo-Logansport, IN BTA		\blacksquare	1870-1875/1950-1955					
		Lafayette, IN BTA		_	1870-1875/1950-1955	_				
177 THE -1 - DOC 11 C		Marion, IN BTA		-	1870-1875/1950-1955					
AT&T Wireless PCS,LLC		Terre Haute, IN BTA			1875-1880/1955-1960					
AT&T Wireless PCS,LLC	KNLG716	Oklahoma City, OK	BTA329	F	1890-1895/1970-1975	10				

E. Substantive Assignments from FLR8 LLC to AWP

As a final matter, Table 5 lists the licenses that will be held by FLR8 LLC (following consummation of the *pro forma* assignments described in Sections 2(B) and 2(C)) that will be assigned to AWP. In addition, FLR8 LLC will also assign 148 microwave licenses (the 54 listed in Attachment 1A and the 94 listed in Attachment 1B) used in connection with FLR8 LLC's cellular systems to AWP.

Table	Table 5: Licenses Assigned from FLR8 LLC to AWP										
Licensee	Call Sign	Assigned Area	Mkt/Blk								
Florida RSA #8 LLC	KNKA481	Tallahassee, FL	CMA168	A							
Florida RSA #8 LLC	KNKA583	Gainesville, FL	CMA192	A							
Florida RSA #8 LLC	KNKN706	GA 11 - Toombs	CMA381	A							
Florida RSA #8 LLC	KNKQ280	GA 14 - Worth	CMA384	A							
Florida RSA #8 LLC	KNKN550	FL 5 - Putnam	CMA364	A							
Florida RSA #8 LLC	KNKN773	FL 6 - Dixie	CMA365	A							
Florida RSA #8 LLC	KNKQ382	FL 7 - Hamilton	CMA366	TA							
Florida RSA #8 LLC	KNKN628	FL 8 - Jefferson	CMA367	A							
Florida RSA #8 LLC	KNKQ290	FL 9 - Calhoun	CMA368	A							
Florida RSA #8 LLC	KNKN669	FL 10 - Walton	CMA369	A							

The transaction also contemplates that USCC will have an option (subject to receipt of necessary FCC approvals) for certain other PCS licenses, or disaggregated and/or partitioned PCS licenses in a number of markets that are currently held by subsidiaries of AWS. Because the respective AWS subsidiaries will continue to hold and operate these facilities unless and until USCC exercises its "call" right, no assignment applications seeking FCC consent are being submitted with respect to such markets as a part of the instant package of applications. The parties contemplate that, if and when USCC exercises such call rights for a license or part of a license, the parties will, at that time, seek FCC consent to assign the authorization.

3. Competitive Issues

As discussed below, the proposed spectrum exchange is pro-competitive. In both the cases of the assignments from AWS to USCC and the assignments from USCC to AWS, the spectrum holdings of each party would have been consistent with the FCC's prior spectrum aggregation rule. The parties recognize that the FCC's rule has sunset, however, and that transactions are evaluated on a case-by-case basis taking into account "any potential adverse effects of granting the waiver, such as diminution of competition, as well as the potential benefits from the provision of additional service." Each of the parties to this transaction has shown, however, that the transaction will provide benefits in terms of regionalization of services, and that competition will not be diminished or impaired as a result of the transaction.

A. AWS Assignments to USCC

The assignments from AWS to USCC are in the public interest. Attachment 2A depicts, by county, the amount of spectrum which USCC proposes to acquire from AWS, as well as USCC's existing spectrum holdings in the relevant counties. As shown in the attachment, USCC holds no CMRS spectrum in 72 of the 143 affected counties or in the one independent city (St. Louis) in which it will acquire spectrum from AWS. In 47 of the remaining 71 counties, USCC holds a 25

⁸ 2000 Biennial Regulatory Review: Spectrum Aggregation Limits for Commercial Mobile Radio Services, 25 CR 538, 16 FCC Rcd 22668 (December 18, 2001) at ¶78 (discussing waivers during the transition from the spectrum cap).

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MHz cellular license only. In 19 of the counties, USCC holds a 10 MHz PCS license only, and in 5 counties USCC holds both a 25 MHz cellular and 10 MHz PCS license. Based upon the amounts of spectrum being acquired from AWS, the proposed assignments are well below the limits on spectrum aggregation previously contained in Section 20.6(a) of the FCC rules for every county involved.

For the 72 counties and one city in which USCC does not hold any CMRS spectrum at present, USCC's provision of service will constitute a "green field build," simply adding a competitor to the market. Under those circumstances, the proposed assignments of license from AWS to USCC are obviously pro-competitive.

In most of the other BTA markets involved, the PCS spectrum to be acquired overlays geographically smaller RSA cellular license areas, allowing USCC to add to its coverage areas and expand facilities based competition in those areas. However, as noted above, in all the BTA counties in which USCC is to acquire spectrum, USCC will strengthen its competitive position while staying at least 10 MHz below the limits formerly set forth in the spectrum cap. Also, as is shown in the chart attached hereto as Attachment 2B, in each of the BTAs in which USCC will be providing new PCS service, there are already a substantial number of wireless carriers in operation, both cellular and PCS.

USCC's provision of PCS service will enhance competition in all the relevant markets. Moreover, the transaction will enable USCC to carry out its regional competitive strategy, thus better enabling USCC to compete with larger carriers on a national basis. As the FCC has repeatedly noted, there are "six nationwide mobile telephone operations: AT&T Wireless, Sprint PCS, Verizon Wireless, VoiceStream Wireless Corp., [now T-Mobile] Cingular Wireless and Nextel.' The FCC has concluded that such carriers, with their "larger footprints," can achieve "economies of scale and increased efficiencies compared to operators with smaller footprints." The Commission has found that:

Such benefits, along with advances in digital technology, have permitted companies to introduce and expand innovative pricing plans such as digital-one-rate ("DOR") type plans, reducing prices to consumers. ¹⁰

One aspect of the emergence of national carriers, with their expanded coverage, has been reduced demand on the part of such carriers for the roaming services of smaller carriers, resulting in slower growth for the regional and smaller carriers. In such circumstances, regional, often rurally—oriented carriers must develop strategies to compete with the national carriers.

USCC has determined that the proposed transaction will help USCC compete with the national carriers by strengthening its position in its regional clusters, and particularly in its "home"

⁹ In the Matter of Implementation of Section 6002(b) of the Omnibus Budget Reconciliation Act of 1993; Annual Report and Analysis of Competitive market Conditions With Respect to Commercial Mobile Services, <u>Sixth Report</u>, 16 FCC Red 13350, 13363 (2001). ("Sixth Competition Report").

¹⁰ Sixth Competition Report, 16 FCC Rcd, at 13364.

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region, the upper Midwest. Specifically, this proposed transaction will strengthen USCC's position in Midwestern markets such as the St. Louis, Omaha, and Milwaukee BTAs, as well as strengthening USCC's other regional clusters. It will supplement and extend USCC's existing Midwestern service areas, thus better enabling USCC to thrive by pursuing a regional strategy in the ever more competitive wireless market.

B. Assignments from USCC to AWS

The assignments from USCC to subsidiaries of AWS are operating cellular systems. While AWS has some PCS spectrum in these areas, the particular attributes of 800 MHz systems offer advantages to AWS in its Florida and Georgia footprints. In particular, AWS will be able to offer a more robust solution to its customers in those areas and, in fact, be able to offer seamless service throughout the region. Where possible, AWS will use the 800 MHz to provide mobility service and reduce roaming rates for its subscribers. AWS will then be able to utilize any existing PCS spectrum in the markets for GSM/GPRS service with a primary focus on providing GSM/GPRS subscribers with better data capabilities.

The parties have provided, as Attachment 3, a chart summarizing the spectrum held by AWS subsidiaries (shown under the column labeled "AWS PCS"), as well as spectrum held by entities in which AWS holds, directly or indirectly, a non-controlling ownership interest of 10% or more (shown under the column labeled "non-AWS"). The column labeled "Cellular (Proposed)" shows the spectrum that AWP would acquire as a result of the instant transaction, and the column labeled "Total (AWS & Non-AWS Post Acq.)" shows the aggregated amount of spectrum that includes AWS entity spectrum, spectrum held by entities in which AWS has a non-controlling interest of 10% or more, and spectrum to be acquired as a result of the transaction. The Attachment also includes a final column showing the competitors with facilities-based networks in the relevant overlap areas, although the parties have indicated "n/a" for the "Competitors In Market" column in cases where the proposed cellular spectrum is all that AWS would hold.

As shown in the attachment, the transactions proposed herein do not adversely impact nor diminish competition in the subject markets to any degree. Even following the transaction, at least six other competitors will operate facilities-based networks in each market. Indeed, networks are operated by noted national or regional carriers, including ALLTEL, Cingular, Nextel, Sprint, T-Mobile, and Verizon throughout the majority of the region overlapping the assigned cellular licenses and licenses held by AWS—or held by an entity in which AWS has a 10% or greater non-controlling interest.

Moreover, Attachment 3 clearly demonstrates that, even considering those licensee entities in which AWS holds a minority, non-controlling interest, the amount of spectrum held by AWS will, in all cases, be 55 MHz or less in the RSA markets and only 40 MHz in the only MSA market where an overlap exists. Such interests would have been in compliance with the prior spectrum aggregation limits. In fact, the FCC stated in the 2001 Biennial Review Report and

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Order that "we will generally presume that transactions complying with the 55 MHz spectrum cap will not cause undue risk of market concentration."

4. Designated Entity Issues

As noted above, the transaction contemplates the assignment, subject to FCC consent, of three F Block PCS licenses to be acquired by AWP from, respectively, ABC, Arnage, and Skagit. Each of these F block authorizations was issued following the FCC's D, E and F Block auction in 1997, and, accordingly, each of ABC, Arnage, and Skagit have filed five year build certifications and are permitted to freely assign those licenses to third parties, 12 subject to repayment of bidding credit and acceleration of installment debt, if any. However, each of the authorizations was originally issued on April 28, 1997, and therefore each license will be in the seventh year of the license term by the time the public notice period for the applications has expired. Thus, no bidding credit reimbursement will be due on any of these licenses. 13 Only one of these designated entity licenses—KNLG176, the F Block license for Oklahoma City, OK, held by Arnage Wireless, L.L.C.—is subject to installment payment debt; that debt will be paid off prior to closing.

5. Transition of Customers from USCC to AWS

AWS and USCC have executed an agreement to facilitate customer transition. AWS anticipates that, for a period of several months following the closing of this transaction, it will continue to operate the USCC markets under the USCC brand and with no material change to the rate plans or service received by customers. During this period, AWS will provide periodic updates to customers about the progress and timing of the transition, as well as advance notice of any changes in systems and features (e.g., differences in voicemail functionality; roaming area changes, etc.). When AWS transitions the markets to AWS service, it will provide customers with at least 30 days notice prior to such transition.

6. Applications Filed and Waiver Requests

In order to implement this transaction, the parties have filed the 13 separate applications listed below in Table 5. Notably, the call sign shown in application no. 3 is identical to the call sign shown in application no. 10, and the call signs in application nos. 4-7 are also repeated in application no. 13. Because the ULS system will not permit licensees to enter two-phase assignment transactions, the parties have filed application nos. 10 and 13 on paper and have sought a waiver of the electronic filing rule for those applications.

¹¹ 2000 Biennial Regulatory Review Spectrum Aggregation Limits For Commercial Mobile Radio Services, WT Docket No. 01-14 (Dec. 18, 2001) at ¶67.

¹² See ULS File Nos. 0000850264 (KNLH391); 0000869828 (KNLH285); 0000858630 (KNLG716).

¹³ See 47 C.F.R. § 24.839(a)(1) (2002).

		<u> </u>	Table 6: App	lications Filed	<u> </u>						
App. No.	Assignor	Assignee	Call Sign	Market	Mkt No.	Full/Partial	ULS/ Manual	Pro Forma	License Classes		
1	ABC Wireless, L.L.C.	AT&T Wireless PCS, LLC	KNLH391	Lincoln, NE	BTA256	Full	ULS	N	CW		
2	Skagit Wireless, L.L.C.	AT&T Wireless PCS, LLC	KNLH285	Sioux City, IA	BTA421	Full	ULS	N	CW		
3	Arnage Wireless, L.L.C.	AT&T Wireless PCS, LLC	KNLG716	Oklahoma City, OK	BTA329	Full	ULS	N	CW		
			KNKN706	GA 11 - Toombs	CMA381	Full					
4	Georgia RSA #11, Inc.	Florida RSA #8 LLC	KNKQ280	GA 14 - Worth	CMA384	Ful!	ULS	ΙΥ	CL, CF		
		L	WMW437 et al.	Microwave		Full	1				
			KNKA481	Tallahassee, FL	CMA168	Full	7				
5	USCOC of Tallahassee,	Florida RSA #8 LLC	KNKQ290	FL 9 - Calhoun	CMA368	Full	ULS	Y	امحا		
	Inc.	TIONGS ROA #O LLC	KNKN669	FL 10 - Walton	CMA369	Full	0.5		a, af		
			WMT415 et al.	Microwave		Full	1		i i		
6	USCOC of Florida RSA	Florida RSA #8 LLC	KNKQ382	FL 7 - Hamilton	CMA366	Full	ULS	Y	CL, CF		
	#7, Inc.	I TORIGO TOA #O LEC	WMR338 et al.	Microwave	· · · · · · · · · · · · · · · · · · ·	Full	ا	'	احبها		
			KNKA583	Gainesville, FL	CMA192	Full					
	Florida RSA #8, Inc.		KNKN550	FL 5 - Putnam	CMA364	Fuli	1				
7		Florida RSA #8 LLC	KNKN773	FL 6 - Dixie	CMA365	Full	ULS	Y	a,cf		
		:	KNKN628	FL 8 - Jefferson	CMA367	Full	Ì	1			
			WLS584 et al.	Microwave		Full					
			KNLF216	Boston-Providence	MTA008	Part./Disagg.	-				
8	AT&T Wireless PCS, LLC	Florida RSA #8 LLC	KNLF237	St. Louis	MTA019	Part./Disagg.	ULS	N	cw		
ľ		. 101100 1011 11 0 120			KNLF289	Omaha	MTA045	Part./Disagg.] "	"	"
			WPQT489	Indianapolis	MTA031	Part. Only	L				
	AT&T Wireless PCS, LLC	Florida RSA #8 LLC	KNLG487	Milwaukee, WI	BTA297	Full	ULS	N	CW		
10	AT&T Wireless PCS, LLC	Florida RSA #8 LLC	KNLG716	Oklahoma City, OK	BTA329	Full	Manual	N	CW		
11	TeleCorp PCS, LLC	Florida RSA #8 LLC	WPOI217	St. Louis	MTA019	Part./Disagg.	ULS	N	CW		
12	Eclipse PCS of Indianapolis, LLC	Florida RSA #8 LLC	WPQP644	Indianapolis	MTA031	Part./Disagg.	ULS	N	cw		
			KNKA583	Gainesville, FL	CMA192	Full					
			KNKN550	FL 5 - Putnam	CMA364	Full	1	l			
		1	KNKN773	FL 6 - Dixie	CMA365	Full	1		1		
			KNKN628	FL 8 - Jefferson	CMA367	Full	1		ļ		
		ĺ	KNKN706	GA 11 - Toombs	CMA381	Full	1		i		
13	Florida RSA #8 LLC	AT&T Wireless PCS, LLC	KNKQ280	GA 14 - WorthCMA3	4	Full	l Manual	N	CL, CF		
10	TOTAL NOT ITO LLC	,, till class i co, ecc	KNKA481	Tallahassee, FL	CMA168	Full	110100	,,,			
			KNKQ290	FL 9 - Calhoun	CMA368	Full	1	ł			
							1		į į		
		}	KNKN669	FL 10 - Walton	CMA369	Full	ł				
			KNKQ382	FL 7 - Hamilton	CMA366	Full		l			
1		L	WLS584 et al.	Microwave		Full					

7. Buildout Issues

AWS will disaggregate and/or partition certain MTA authorizations in this proposed transaction to USCC's subsidiary FLR8 LLC. Pursuant to Section 24.714(f)(ii) of the FCC's Rules, the parties have agreed that AWS will be responsible for meeting the two-thirds population coverage requirement in each MTA by the ten-year renewal date of June 23, 2005. Thus, USCC will only

AT&T Wireless Services, Inc. United States Cellular Corporation FCC Form 603 Exhibit A (Amended) April 2003 Page 11 of 11

be responsible for providing "substantial service" in each of the partitioned MTA service areas by June 2005. 14

FLR8 LLC will also acquire from AWP certain D, E and F block PCS authorizations. For each of those authorizations, AWP or a predecessor-in-interest met the five-year 25 percent coverage requirement. In this regard, for the D block authorization in Milwaukee, WI, and the F Block authorization in Oklahoma City, OK, USCC is acquiring only spectrum formerly licensed to AWP or an affiliate 15 and USCC itself has no existing system in the market. While USCC will start with a "bare license" and no authorized facilities in these markets after closing, USCC intends to build a system and provide commercial service to at least one fourth of the population of the relevant BTAs by six months from closing. 16

8. Conclusion

The proposed transactions are in the public interest and should be granted. Grant of the applications would permit both USCC and AWS to realign their mobile spectrum and system holdings consistent with their overall plans for regional market development, thus facilitating seamless services by both companies consistent with their growth plans. The acquisitions, in the case of USCC, will add another facilities-based competitor to a number of Midwestern and Northeastern markets, and, in the case of AWS, will provide a contiguous footprint of 800 MHz cellular coverage in the Florida and Georgia regions, making its operations more efficient and providing additional competition for data-based services. Notably, the acquisition of these systems by AWS is fully consistent with the prior spectrum aggregation limit and, in all cases. the acquisitions are in markets where a substantial number of other national and regional competitors operate. The transactions are also consistent with the designated entity rules, although subject to the pay-off of installment payment debt owed by Arnage to the FCC for one license, and the transition plan for the USCC cellular customers to AWS is being implemented in a manner that will provide adequate notice and planning by the end-users prior to system changeover. For the foregoing reasons, a grant of the applications would serve the public interest, convenience and necessity.

¹⁴ See Section 24.714(f)(ii) of the FCC's Rules. The required certifications to that effect pursuant to Section 24.714(f)(iii) of the Rules are included in the application.

¹⁵ Affiliates of AWS already are licensed to provide service in these BTAs. Subscribers will be switched to different spectrum but the change will be transparent to AWS subscribers.

¹⁶ USCC does not believe any waiver of the FCC's Rules is necessary in these circumstances. While there is no rule in Part 24 relating to discontinuance of service, the shortest discontinuation of service considered permanent is in Section 22.317 of the Rules, which provides that a service outage of more than 90 days shall be deemed a "discontinuance" of service. In the present case, the subscribers currently using the spectrum that is being transferred will be seamlessly moved to other spectrum used by AWS in the market, so no service to customers will actually be discontinued. Moreover, USCC will establish a competitive PCS service in the relevant BTAs within a short period.

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ATTACHMENT 1

Exhibit 1A

Licensee	Call Sign
Florida RSA #8, Inc.	WLS584
Florida RSA #8, Inc.	WLT725
Florida RSA #8, Inc.	WLT726
Florida RSA #8, Inc.	WLT727
Florida RSA #8, Inc.	WLU716
Florida RSA #8, Inc.	WML541
Florida RSA #8, Inc.	WMM918
Florida RSA #8, Inc.	WMM973
Florida RSA #8, Inc.	WMM974
Florida RSA #8, Inc.	WMR965
Florida RSA #8, Inc.	WMS301
Florida RSA #8, Inc.	WMS855
Florida RSA #8, Inc.	WMT246
Florida RSA #8, Inc.	WPJA596
Florida RSA #8, Inc.	WPJA802
Florida RSA #8, Inc.	WPJC204
Florida RSA #8, Inc.	WPJC205
Florida RSA #8, Inc.	WPJC206
Florida RSA #8, Inc.	WPJD258
Florida RSA #8, Inc.	WPJE658
Florida RSA #8, Inc.	WPJE828
Florida RSA #8, Inc.	WPNA539
Florida RSA #8, Inc.	WPNA604
Florida RSA #8, Inc.	WPNB563
Florida RSA #8, Inc.	WPNB814
Florida RSA #8, Inc.	WPNC467
Florida RSA #8, Inc.	WPNH761
Florida RSA #8, Inc.	WPNH771
Florida RSA #8, Inc.	WPNH772
Florida RSA #8, Inc.	WPNH854
Florida RSA #8, Inc.	WPNI903
Florida RSA #8, Inc.	WPNJ795
Florida RSA #8, Inc.	WPNL508
Florida RSA #8, Inc.	WPOL649
Florida RSA #8, Inc.	WPOP556
Florida RSA #8, Inc.	WPOP894
Florida RSA #8, Inc.	WPOR205
Florida RSA #8, Inc.	WPQN620
Florida RSA #8, Inc.	WPQP412
Florida RSA #8, Inc.	11/202412
Florida RSA #8, Inc.	WPQP413 WPQW609
Florida RSA #8, Inc.	WPQX593
Florida RSA #8, Inc.	WPRV472
Florida RSA #8, Inc.	WPSG978
Florida RSA #8, Inc.	WPSI462
Florida RSA #8, Inc.	WPSZ942
Florida RSA #8, Inc.	WP52942 WPTP763
Tionad Text #0, Inc.	WF1F/03

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Licensee	Call Sign
Florida RSA #8, Inc.	WPTS212
Florida RSA #8, Inc.	WPUB841
Florida RSA #8, Inc.	WPUX443
Florida RSA #8, Inc.	WPVJ661
Florida RSA #8, Inc.	WPWM472
Florida RSA #8, Inc.	WPWV997
Florida RSA #8, Inc.	WPXC918

Exhibit 1B

Licensee	Call Sign
k	
USCOC of Tallahassee, Inc.	WMT415
USCOC of Tallahassee, Inc.	WMT416
USCOC of Tallahassee, Inc. USCOC of Tallahassee, Inc.	WMT417
USCOC of Tallahassee, Inc.	WMV854
USCOC of Tallahassee, Inc.	WMV855
USCOC of Tallahassee, Inc.	WMW243
USCOC of Tallahassee, Inc.	WMW244
USCOC of Tallahassee, Inc. USCOC of Tallahassee, Inc.	WMW464
	WPJB294
USCOC of Tallahassee, Inc. USCOC of Tallahassee, Inc.	WPJB295
USCOC of Tallahassee, Inc.	WPJB352
USCOC of Tallahassee, Inc.	WPJB353
USCOC of Tallahassee, Inc. USCOC of Tallahassee, Inc.	WPJC245
USCOC of Tallanassee, Inc.	WPJC246
USCOC of Tallahassee, Inc.	WPJD318
USCOC of Tallahassee, Inc.	WPJE822
USCOC of Tallahassee, Inc. USCOC of Tallahassee, Inc.	WPOL933
USCOC of Tallahassee, Inc.	WPOQ306
USCOC of Tallahassee, Inc.	WPOR568
USCOC of Tallahassee, Inc.	WPOR569
USCOC of Tallahassee, Inc.	WPOR570
USCOC of Tallahassee, Inc. USCOC of Tallahassee, Inc.	WPOR571
USCOC of Tallahassee, Inc.	WPOR661
USCOC of Tallahassee, Inc. USCOC of Tallahassee, Inc.	WPOS281
USCOC of Tallahassee, Inc.	WPQX575
USCOC of Tallahassee, Inc. USCOC of Tallahassee, Inc.	WPQY440
USCOC of Tallahassee, Inc.	WPQY568
USCOC of Tallahassee, Inc.	WPQY569
USCOC of Tallahassee, Inc.	WPSE456
USCOC of Tallahassee, Inc.	WPST338
USCOC of Tallahassee, Inc. USCOC of Tallahassee, Inc.	WPTC463
USCOC of Tallahassee, Inc.	WPVP801
USCOC of Tallahassee, Inc.	WPVP969
USCOC of Tallahassee, Inc.	WPVQ366
USCOC of Tallahassee, Inc.	WPVX760
USCOC of Florida PSA #7 Inc.	WPWQ677
USCOC of Florida RSA #7, Inc. USCOC of Florida RSA #7, Inc.	WMR338 WMR339
USCOC of Florida RSA #7, Inc.	WMS349
USCOC of Florida RSA #7, Inc.	WMS350
USCOC of Florida RSA #7, Inc.	
USCOC of Florida RSA #7, Inc.	WPSG585
USCOC of Florida RSA #7, Inc.	WPSG596
USCOC of Florida RSA #7, Inc.	WPTD546
USCOC of Florida RSA #7, Inc.	WPUB573
USCOC of Florida RSA #7, Inc.	WPUJ828
USCOC of Florida RSA #7, Inc.	WPUT352
USCOC of Florida RSA #7, Inc.	WPVL482
USCOC of Florida RSA #7, Inc.	WPVR569
COCCOT HORIZA ROA #1, INC.	WPXE688

AT&T Wireless Services, Inc.
United States Cellular Corporation
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April 2003
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Licensee	Call Sign
Georgia RSA #11, Inc.	WMW437
Georgia RSA #11, Inc.	WMW438
Georgia RSA #11, Inc.	WMW439
Georgia RSA #11, Inc.	WMW440
Georgia RSA #11, Inc.	WPJA708
Georgia RSA #11, Inc.	WPJA709
Georgia RSA #11, Inc.	WPJA710
Georgia RSA #11, Inc.	WPJA711
Georgia RSA #11, Inc.	WPJA748
Georgia RSA #11, Inc.	WPJB321
Georgia RSA #11, Inc.	WPJE775
Georgia RSA #11, Inc.	WPNB335
Georgia RSA #11, Inc.	WPNB674
Georgia RSA #11, Inc.	WPNG867
Georgia RSA #11, Inc.	WPNH399
Georgia RSA #11, Inc.	WPNN258
Georgia RSA #11, Inc.	WPNN270
Georgia RSA #11, Inc.	WPOM911
Georgia RSA #11, Inc.	WPOR713
Georgia RSA #11, Inc.	WPOS354
Georgia RSA #11, Inc.	WPOT297
Georgia RSA #11, Inc.	WPOU570
Georgia RSA #11, Inc.	WPOU716
Georgia RSA #11, Inc.	WPQQ839
Georgia RSA #11, Inc.	WPQS335
Georgia RSA #11, Inc.	WPQS766
Georgia RSA #11, Inc.	WPQW493
Georgia RSA #11, Inc.	WPQW613
Georgia RSA #11, Inc.	WPQX239
Georgia RSA #11, Inc.	WPRV468
Georgia RSA #11, Inc.	WPSE375
Georgia RSA #11, Inc.	WPSK790
Georgia RSA #11, Inc.	WPSY456
Georgia RSA #11, Inc.	WPTK594
Georgia RSA #11, Inc.	WPTM660
Georgia RSA #11, Inc.	WPT7537
Georgia RSA #11, Inc.	WPVJ658
Georgia RSA #11, Inc.	WPWZ318
Georgia RSA #11, Inc.	WMQ998
Georgia RSA #11, Inc.	WMQ999
Georgia RSA #11, Inc.	WMR200
Georgia RSA #11, Inc.	WMR768
Georgia RSA #11, Inc.	WMR977
Georgia RSA #11, Inc.	WMS720
Georgia RSA #11, Inc.	WMT394

BTA No.	County	ST	County	Overlap	Overlap MTA Name	Overlap	Overlap CMA Name	Proposed USCC PCS	Licensed USCC	Licensed USCC	Total USCC
			FIPS	MTA		СМА		Spectrum Acquisition		PCS Spectrum	Spectrum Holdings
				No.		No.		(in MHz)	(in MHz)	(in MHz)	(Post Acq.)
		Щ	<u>l</u>	<u> </u>		<u> </u>			\111 1411 12.5	(111 MC12)	(POSI ACQ)
090 - Columbia, MO	Audrain County	IMO	29007	19	St. Louis	509	N. 100 #6 11				
336.113.61, 11.13	Boone County		29019		St. Louis	4	Missouri RSA #6 - Marion	10	25		35
	Chariton County		29041		St. Louis		Columbia, MO MSA	10	25		35
	Howard County	140	29089		St. Louis		Missouri RSA #5 - Linn Missouri RSA #7 - Saline	10	25		35
	Montgomery County	MO	29139		St. Louis			10			10
	Randolph County		29175		St. Louis		Missouri RSA #8 - Callaway	10			10
	Intandoiph County	IMO	129173	19	St. Louis	508	Missouri RSA #5 - Linn	10	25		35
217 - Jefferson City, MO	Callaway County	MO	29027	19	St. Louis	511	Missouri RSA #8 - Callaway	10			10
	Cole County	MO	29051	19	St. Louis	514	Missouri RSA #11 - Moniteau	10	25		35
	Miller County		29131		St. Louis		Missouri RSA #11 - Moniteau	10	25		35
	Moniteau County		29135		St. Louis		Missouri RSA #11 - Moniteau	10	25		35
	Osage County		29151		St. Louis		Missouri RSA #11 - Moniteau	10	25		35
						<u> </u>				 i	33
233 - Kokomo-Logansport, IN	Cass County		18017		Indianapolis		Indiana RSA #4 - Miami	10	25		35
	Howard County	IN	18067	31	Indianapolis	271	Kokomo, IN MSA	10			10
	Miami County		18103		Indianapolis	406	Indiana RSA #4 - Miami	10	25	· · · · · · · · · · · · · · · · · · ·	35
	Pulaski County		18131	31	Indianapolis	403	Indiana RSA #1 - Newton	10			10
	Tipton County	IN	18159	31	Indianapolis	271	Kokomo, IN MSA	10			10
235 - Lafayette, IN	In-the Ot	Tiki	40007		i						
35 - Lalayette, IN	Benton County	IN	18007		Indianapolis		Indiana RSA #5 - Warren	10	25	_	35
	Carroll County		18015		Indianapolis		Indiana RSA #4 - Miami	10	25		35
	Clinton County	IN	18023		Indianapolis		Indiana RSA #4 - Miami	10	25		35
	Montgomery County		18107 18157		Indianapolis		Indiana RSA #5 - Warren	10	25	`	35
	Tippecanoe County				Indianapolis		Lafayette, IN MSA	10			10
	White County	11M	18181	31	Indianapolis	403	Indiana RSA #1 - Newton	10			10
280 - Marion, IN	Grant County	lin	18053	31	Indianapolis	405	Indiana RSA #3 - Huntington	10			
	Wabash County		18169		Indianapolis		Indiana RSA #4 - Miami	10	25		10
		1	10100		THE TOTAL OF THE T	1: 400	Molaria ItoA #4 - Ivilariii				35
97 - Milwaukee, WI	Dodge County		55027	20	Milwaukee	716	Wisconsin RSA #9 - Columbia	10	25		35
	Jefferson County		55055	20	Milwaukee	716	Wisconsin RSA #9 - Columbia	10	25		35
	Milwaukee County	Wi	55079	20	Milwaukee	21	Milwaukee, WI MSA	10	25		35
	Ozaukee County		55089	20	Milwaukee		Milwaukee, WI MSA	10	25		35
	Racine County		55101	20	Milwaukee	189	Racine, WI MSA	10	25		35
	Washington County		55131	20	Milwaukee	21	Milwaukee, WI MSA	10	25		35
	Waukesha County	WI	55133	20	Milwaukee	21	Milwaukee, WI MSA	10	25		35
00 Mount Varian Control	10	10:	1.700E	45	St. 1:	1 :22 1					
08 - Mount Vernon-Centralia, I			17065		St. Louis		Illinois RSA #9 - Clay	10			10
	Jefferson County		17081		St. Louis		Illinois RSA #8 - Washington	10			10
	Marion County		17121		St. Louis	399	Illinois RSA #6 - Montgomery	10			10
	Washington County		17189		St. Louis		Illinois RSA #8 - Washington	10			10
	Wayne County	IL	17191	19	St. Louis	402	Illinois RSA #9 - Clay	10	1		10

1

BTA No.	County	ST	County		Overlap MTA Name		Overlap CMA Name	Proposed USCC PCS		Licensed USCC	Total USCC
			FIPS	MTA		CMA		Spectrum Acquisition	Cellular Spectrum	PCS Spectrum	Spectrum Holdings
				No.		No.		(in MHz)	(in MHz)	(in MHz)	(Post Acq.)
329 - Oklahoma City, OK	leasth - Count	162	Tanana	1 44	0.1-1	Legg	DO4 #7 D 44				
329 - Oklahoma City, OK	Beckham County		40009 40011	41	Oklahoma City		Oklahoma RSA #7 - Beckham	10			10
	Blaine County			41	Oklahoma City		Oklahoma RSA #5 - Roger Mills	10			10
	Caddo County Canadian County		40015 40017		Oklahoma City Oklahoma City		Oklahoma RSA #7 - Beckham	10			10
	Cleveland County		40017	41	Oklahoma City		Oklahoma City, OK MSA Oklahoma City, OK MSA	10			10
	Custer County	OK	40039	41	Oklahoma City		Oklahoma RSA #5 - Roger Mills	10			10
	Dewey County	OK.	40043		Oklahoma City		Oklahoma RSA #5 - Roger Mills	10			10
	Ellis County	OK.	40045	41	Oklahoma City		Oklahoma RSA #2 - Harper	10			10
	Garvin County	OK.			Oklahoma City		Oklahoma RSA #9 - Garvin	10	25		10
	Grady County		40051	41	Oklahoma City		Oklahoma RSA #7 - Beckham	10	23		35 10
	Greer County	<u>lok</u>			Oklahoma City		Oklahoma RSA #7 - Beckham	10	25		35
	Harmon County	lok			Oklahoma City		Oklahoma RSA #7 - Beckham	10	25		35
	Harper County	lok	40059		Oklahoma City	597	Oklahoma RSA #2 - Harper	10	23		10
	Hughes County				Oklahoma City		Oklahoma RSA #6 - Seminole	10	25		35
	Jackson County	lok	40065		Oklahorna City		Oklahoma RSA #8 - Jackson	10	25		35
	Kingfisher County				Oklahoma City		Oklahoma RSA #5 - Roger Mills	10	23		10
	Kiowa County	_	40075		Oklahoma City		Oklahoma RSA #7 - Beckham	10			10
	Lincoln County				Oklahoma City		Oklahoma RSA #3 - Grant	10			10
	Logan County	ОК	40083		Oklahoma City		Oklahorna RSA #3 - Grant	10			10
	McClain County	OK.	40087		Oklahoma City		Oklahoma City, OK MSA	10			10
	Okfuskee County		40107		Oklahoma City		Oklahoma RSA #6 - Seminole	10	25		35
	Oklahoma County		40109		Oklahoma City	45	Oklahoma City, OK MSA	10			10
	Pottawatomie County				Oklahoma City		Oklahoma City, OK MSA	10			10
6	Roger Mills County		40129		Oklahoma City		Oklahoma RSA #5 - Roger Mills	10			10
	Seminole County		40133		Oklahoma City		Oklahoma RSA #6 - Seminole	10	25	·	35
	Washita County		40149		Oklahoma City		Oklahoma RSA #7 - Beckham	10	<u></u> -		10
	Woodward County		40153		Oklahoma City		Oklahoma RSA #2 - Harper	10			10
	 •										
332 - Omaha, NE	Burt County	NE	31021	45	Omaha	535	Nebraska RSA #3 - Knox	10		10	20
	Butler County	NE	31023	45	Omaha	537	Nebraska RSA #5 - Boone	10	· · · · · · · · · · · · · · · · · · ·	10	20
	Cass County	IA	19029	45	Omaha	418	Iowa RSA #7 - Audubon	10	25	10	45
	Cass County	NE	31025	45	Omaha	542	Nebraska RSA #10 - Cass	10		10	20
	Colfax County	NE	31037	45	Omaha		Nebraska RSA #5 - Boone	10	·	10	20
	Crawford County	IA_	19047		Omaha	419	Iowa RSA #8 - Monona	10	-	10	20
	Cuming County	NE_	31039		Omaha	535	Nebraska RSA #3 - Knox	10		10	20
	Dodge County	NE_	31053		Omaha		Nebraska RSA #5 - Boone	10		10	20
	Douglas County	NE	31055		Omaha		Omaha, NE-IA MSA	10		10	20
	Fremont County	IA	19071		Omaha		Iowa RSA #1 - Mills	10	25_	10	45
	Harrison County	IΑ	19085	45	Omaha		lowa RSA #8 - Monona	10		10	20
	Mills County	1A	19129		Omaha		lowa RSA #1 - Mills	10	25	10	45
	Montgomery County	IA_	19137		Omaha		lowa RSA #1 - Mills	10	25	10	45
	Nemaha County		31127		Оппаћа		Nebraska RSA #10 - Cass	10		10	20
	Otoe County		31131		Omaha		Nebraska RSA #10 - Cass	10		10	20
	Page County	IA	19145		Omaha		lowa RSA #1 - Mills	10	25	10	45
	Platte County		31141		Omaha		Nebraska RSA #5 - Boone	10		10	20
	Polk County		31143		Omaha		Nebraska RSA #5 - Boone	10		10	20
	Pottawattamie County		19155	45	Omaha		Omaha, NE-IA MSA	10		10	20
	Richardson County		31147		Omaha		Nebraska RSA #10 - Cass	10		10	20
	Sarpy County	_	31153		Omaha		Omaha, NE-IA MSA	10		10	20
	Saunders County		31155		Omaha		Nebraska RSA #5 - Boone	10		10	20
	Shelby County		19165		Omaha		lowa RSA #8 - Monona	10		10	20
	Washington County	NE_	31177	45	Omaha	537	Nebraska RSA #5 - Boone	10	7	10	20

,oN A	County	TS	County	qshevO ATM	emsN ATM qshevO		Overlap CMA Name	Proposed USCC PCS	DOSU beansoil	Licensed USCC	Total USCC
				.oN		CMA		Spectrum Acquisition (In MHz)	Cellular Spectrum (in MHz)	PCS Spectrum (in MHz)	Spectrum Holdings (Post Acq.)
	<u> </u>							<i>i</i>	((======================================	(thousand)
7 - Portland-Brunswick, ME	Cumberland County	WE	53005	8	Boston-Providence	125	Portland, ME MSA	UI.	l	<u> </u>	<u> </u>
4	Lincoln County		23015	8	Boston-Providence	997	Maine RSA #3 - Kennebec	01	36	 	01
	Sagadahoc County		23023	8	Boston-Providence	125	Portland, ME MSA		SS	 	98
	York County		1505Z	8	Boston-Providence	126	Portsmouth-Dover-Rochester, NH MSA	01	 	 	01
							T von a dispersion and		<u></u>		10
3 - Rolla, MO	Dent County	OW	9906Z	61	St. Louis	919	Missouri RSA #12 - Manes	10	L		U,
			29125	61	St. Louis		Assour ASA #10-seiM	01	ļ	 	10
	Phelps County	OM	19162	6١	St. Louis	919	Missouri RSA #12 - Maries	01	 	-	01
	Pulaski County	OW	6916Z	61	St. Louis	919	ASS inossiM	01		 	01
OM ,siuo1.12 - 4	Bood County	!!	30021	<u> </u>	1	000					
4		:	90071	61	St. Louis	399	Minois RSA 46 - Montgomery	01			10
		7	£1071	- 61	Si. Louis	46€	Hinois RASA + Adams	01	52	<u> </u>	36
		OWI	17027	61 61	St. Louis	11	Ask Louis, MO-IL MSA	01	† 		01
			12062	61	St. Louis	515	seinsM - SI # ASR huosaiM ASM II-OM aiug 18	01	 	 	01
			29073	61	St. Louis		St. Louis, MO-IL MSAil - Moniteau	01	30	 	01
1			29093	61	St. Louis	220	nonned2 - TI# A28 huossiM	01	SZ SZ	 	35
4			58088	61	St. Louis	11	ASM -I-OM, et ou de la contraction de la contrac	01	SZ		36
			17083	61	St. Louis	305	Alton-Granite City, It MSA	01	- 36	 	01
			29113	61	St. Louis		Missouri RSA 8+ Callaway	01	SS	 	98
			11111	6l	St. Louis	765	Illinois RASA # 4- Adams	01	52	 	10
			61171	-61	St. Louis	11	St. Louis, MO-IL MSA	01		 	32
			29123	6L	St. Louis		Yne9 - 81# A2R inuossiM	01	 		01
			17133	61	St. Louis		St. Louis, MO-IL MSA	01	 	 	01
]			17157	61	St. Louis	107	notpridasW - 8# ASR etonilli	01	 	-	10
4	Reynolds County	OW	52162	61	St. Louis		nonned2 - T1# A2A huosaiM	01	52	- -	96
1	St. Charles County	OW	29183	61	St. Louis		St. Louis, MO-IL MSA	01			
		71	53171		Sf. Louis		ASM-IL-OM, aluo, 18	01			10
			78162	61	St. Louis		notpninasW - EI# ASR huossiM	01	SZ	 	36
4	St. Louis city	OM	01562	61	St. Louis		St. Louis, MO-IL MSA	01	 	 	<u>or</u>
<i>i</i>]	St. Louis County	ON	59189		St. Louis		St. Louis, MO-IL MSA	01	<u> </u>		01
i i	Ste. Genevieve County	ON	98162		St. Louis		notgnirtasW - EI# ASR inucesiM	01	S2		32
			61262	61	Si. Louis		Wissouri RSA #8 - Callaway	- 01			01
	Washington County	OM	29221	61	St. Louis		notgniriasW - EI# A2A huossiM	D)	52		32

BTA No.	County	ST	County	Overlap MTA	Overlap MTA Name	Overlap	Overlap CMA Name	Proposed USCC PCS		Licensed USCC	
				No.		No.		Spectrum Acquisition (in MHz)	Cellular Spectrum (in MHz)	PCS Spectrum (in MHz)	Spectrum Holdings (Post Acq.)
428 - Springfield, MO	Barry County	140	29009	1 40	lo. i					L	·
	Camden County		29029		St. Louis		Missouri RSA #14 - Barton	20			20
	Cedar County		29039		St. Louis		Missouri RSA #10 - Benton	10			10
	Christian County		29043		St. Louis		Missouri RSA #9 - Bates	20			20
	Dade County		29057		St. Louis		Springfield, MO MSA	20			20
	Dallas County				St. Louis		Missouri RSA #14 - Barton	20			20
	Douglas County		29059		St. Louis		Missouri RSA #10 - Benton	20			20
	Greene County		29067		St. Louis		Missouri RSA #15 - Stone	20	25		45
	Hickory County		29077		St. Louis		Springfield, MO MSA	20			20
	Laclede County		29085		St. Louis		Missouri RSA #10 - Benton	20			20
			29105		St. Louis		Missouri RSA #16 - Laclede	20	25	··· -·	45
	Lawrence County		29109		St. Louis		Missouri RSA #14 - Barton	20			20
	Polk County		29167		St. Louis		Missouri RSA #10 - Benton	20			20
	Stone County		29209		St. Louis	518	Missouri RSA #15 - Stone	10	25		35
	Taney County		29213		St. Louis	518	Missouri RSA #15 - Stone	10	25		
	Texas County		29215		St. Louis	519	Missouri RSA #16 - Laclede	20	25		35
	Webster County		29225		St. Louis	519	Missouri RSA #16 - Laclede	20	25		45
	Wright County	MO	29229	19	St. Louis		Missouri RSA #16 - Laclede	20	25		45
40 T (1											45
42 - Terre Haute, IN	Clark County		17023		Indianapolis	400	Illinois RSA #7 - Vermilion	20			
	Clay County		18021		Indianapolis		Terre Haute, IN MSA	20			20
	Crawford County		17033	31	Indianapolis		Illinois RSA #7 - Vermilion	20			20
	Edgar County	l IL	17045	31	Indianapolis		Illinois RSA #7 - Vermilion	20			20
	Parke County		18121	31	Indianapolis		ndiana RSA #5 - Warren	20			20
	Sullivan County	IN	18153	31	Indianapolis		Terre Haute, IN MSA	20	25		45
	Vermillion County	IN	18165	31	Indianapolis		Terre Haute, IN MSA				20
	Vigo County	IN	18167	31	ndianapolis		Terre Haute, IN MSA	20			20

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LLC United States Contains Operating Company		BVEWIXOFF	мения по	nestarity 1,81,4	Wecomein Acquimition Corp. (51640E)	(ZHANDE) seekanaa uozhev	Winderson (20MHz); Omnipoint (10MHz)	AZM IVI Janijusuffik	.,	00 HAMMAN - 02	EE199	Wantentita County, Wil	
От Серуни Серуни Орекарий Сомрану					(ZHMOC)		(3)-BA(C) MalcognamO		 '		1		ļ
\$	1		<u> партанову</u>	main/W Tata	(Z)-eNOC	(31440C) assistable Australia	Omnipolini (10MHz), VifmiesaCo (20MHz),	A2M M. MANUMEN	12	90 10 10 10 10 10 10 10 10 10 10 10 10 10) E1St		
Pachre Cellular Telephone Company	A gitteratura'l bellenii AZM2 matureniiM	Evg-strat/	инфединоро/	motorité TATA	Macconsin Architeleon Corp. 1	(2)-BYIDE) manya-ayy, uczyany	Ommipoins (10M-ltz): (SPBACS) o'Oeselevi'r'	ASM W. agass	68:	eennemini - 07	1018	Parame County, Wil	
Washing Company Company	quinnering ballmi, A2M2 enlusville	Princhald	- павитель У	modernW TallA	COMPLETE ACQUIREMENT COST	Vertzon Western (30MRtz)	Menter (20MHz):	AZM IM, pen/pen/M	15	SO - Militarities	69099	Ozaulnie County, Wil	
United States Column Operating Company	ditental belind Athic estumbly		мантаний			(ZHANOE) WHIRAMA WOODINA	WitnessCo (20MHz): Omnipoint (10MHz)	ARM MY AMELIANS	JE.	sectoristics (S	62099	Williambae County, Wil	
Эп	J. defendating ballerial ASM2 repained (nothod) (nothod)		Ĭ	1	(ZH#40C)		(37-84GT) InioqinmO				1		}
United Steem Colluin Operating Company	giterantmin belieful A2M2 easturnith		WP6/jedrij() A	**************************************	Watsonein Acquirition Corp	(31-940E) malestry regard	WitnessCo (20MHz);	Wileconten RSA 89 - Columbia	912	40-YEM/HMM - 02	99099	Jefferson County, WI	
1	droin Alfred (portion)				ł				1				
тс	qirimeng-a-q balimi,i A2965 ncabasir (noinoq) 		į	1	(ZHMOE)	Š.			ì	ŀ	1		}
Underd States Collular Operating Company	distancing behind ASMS sestament	evawash.	re-manuscolov	assister T&TA	(TONNOT)	(S) HAOE) motorNV mastroV	(zi-#/d0€) o⊘eseleuyy	Witnesser RSA PB - Columbia	914	SO - MINAMES	1205	Dodge County WI	TW ANNUAL VIEW FEET
Centennial Michigan Lineage Company LLC	underent RSA No. 4 Limited Pertentains	perunagu)?	Mindina	Amenda	Von Londo mar P.Co.	Whether PCS (20Metz); A1&1	Allenbaco (30Merz)	Implifil - MR A29 smalter	90+	alloqenabrii - 15	691g1	Wabash County, N	
		<u> </u>			(Z)-84S;)		(L) BED - S - I - LY				0.00	14 42 - 3 3 4 4 4 1	
Centernal Michigan License Company LLC	believi J CR A&R anathrii o lardeol JTO birtheritag	beeneolini	# # # # # # # # # # # # # # # # # # #	(Completely	Von Donop Intel PCS	TATA (stework PCS (20MHz); ATATA (stework (10MHz)	WindeastCo (30MHz)	notoninali - Cit ASSI enalitri	909	alioqeneibrii - 15	E9091	N AMICONIA	Mi ,norhalM - 08S
Contental Midrians License Company LLC	quipraction? belieful ! It ASA sembori	ncidelypoA anaibri	hinodinino	doelitenA	(ZI-MOE) BARMIKON	AMPRIME (10MB/S) Extra bC2 (20MHS): Y181	Withhest (30Miles)	notweld - I's A2A snatori	100	egodeverpul - sc	LELDI	Marine County, N	
	GTE Mobiline, of Indiana Limited Parametrip	nothelupoA smalbri	эмофил			(SHMO) I) BOOKENAA							
				Antimitech	1	Whytens (10MHz) TATA (20MHz), ATAT	(2-HWD) DOMESTAW	ASM M ASM	745	alloqunebul - 15	1918)	Lippecanos County, IN	
Wester Indianapole, LLC	grammera Delaring & GM ABR ermitoring	notimina Acquisition	hikapinnO	rhoementA	(SHRIDE) available	Ecipies (20Metz) ATAT	Wireheast (30MHz)	nemeW - 88 ASA shaibri	101	31 - Indianapolis	10181	Montgamery County, NY	
Certennial Michiene Liganee Company LLC	grimentary bettind 9, off ASR anaboli	nothelupoA exelbri	- AnioqinimO	KonfranA	(SHMOE) everyzeki	Ecspee PCS (20404z); AT&T	Wasseston (30MPtz)	imalité - Nº A2A analoni	909	31 - Prámuthous	£2081	Chinton County, IN	
Centervine Michiera License Company LLC	grimman PSA No. 4 Limited Parametring	ncilheiupoA turaitori	hriodkimO	risement	(SHMOC) avantsali	Folipine PCS (20MHz); ATET Windens (10MHz)	Windian (30MHz)	imail# - MR ASP enging	90+	31 - Indenspole	21081	Central County, RN	
Viewlei-Indianapole, 12.C	distraction of Limited Production at Alberta	notherways kneiton	knicajminO	chainemA	(ZHMOC) avandosel/	Whybes (10MHz), A181	WirelessCo (30MHz)	nemeW - 24 AZA enelbri	20>	21 - judjensebolje	1008t	Benton County, Ph	Pit (affayaha.) - 862
					Donop Intel PCS (15MPt)	(ZI-BYBC) PROFESIAA			<u> </u>				
Centennia Michiera License Company LLC	qirlenering ⁴ bellmil. ensibni to leniidoM 3TD	AÈC Wrotes	(Comments)	эмрофии О	NOV (SHARE!) maastaaoloV		Musicos (30MHz)	AZM M , omotox	1,1Z	alloqunalbri - 15	65tB)	Tipton County, N	l
1	i				Donop inies PCS (15MHz)	(21-84(OL) ESS(PAM			ļ	i	ļ		
Contential Methors License Company LLC	quienerine? belief.) (# A29 andBril	ABC Villates	hatternA	3rioqini 40	noV (st#M&t) manageoloV	Ecipes PCS (20MHz): ATAT	Wastensto (30MHz)	rickwald - I'm ASR Intelligial	E0+	altogeneibri - 12	12181	Pulsatic County, IN	
Contental Michigan Librate Company LLC	deformers of bothmil A cost AEA armiford	ASC Wrotes	пофиям	тіодітьО	Donoth fried PCS (15MHz)	Yelpes PCS (20M-Ix), ATAT	AAVONIMICO (30MHz)	irmals - 40 ASM angion	90+	alioqanalbrii - PS	£0181	MANUS COUNTY IN	
							(JPDC) -3	1-17 19 430 13-15-1	307		- CUIE	N 45-00 (
Centervial Michigana Libertes Company LLC	quianers of belief Limited Particol 312	AGC Virginia	AbstractA	xaloquusQ	Voicestream (15APtz), Von Donop Inhe PCS (15Mtz)	Ecispee PCS (20MHz); ATET	Whateseto (30MHz)	Kakemo, IN MSA	142	alicqanalpri - FE	2908 1	Howard County, 84	
1					Donop Inlet PCS (15MHz)	(21-8/60L) 999/R-9AA							
Contential Methers License Company LLC	dynamical balani A. oli AER smallon	ABC Windows	doelvernA	Orivitodini		TATA (SIBARS) 82PI sequad	AARANOESCO (30MHZ)	inaliti - ita ASA analbri	90+	alioquralina / PE	Z108 4	Cees County, IN	233 - Kolomo-Logamaport, IN
USCOC of Greeks Messouri, LLC	diferentially balled 2 Not 7 ASS hucested	merhacioV	Collect Parlmenting	was deadle V	Суннуры длянай (30мм-ра)	WindowsCo (30MHz)	Temporp PCS (206842); (3HMOT) assisted (18TA)	unelingid - FFI ASR huseside	PIS	8-51 Louis	15185	Oseide County, IND	
USCOC of Greeke Missouri, LLC	driented telimi. Stitt ASR hoseile	лания (до 10 V	Celico Personalija	име беесть У	Charleon Valley (3068-tz)	AMPRICO (30MPZ)	TeleCorp P.C.5 (20MHz); AT&T Wheless (10MHz)	usedinglel - FFR AZA Intransie	*15	Semon IS-51	SC162	Horisteau County, MO	
100000 of Greater Intersuck, LLC	differential behind Stiff ASR IncomM	Voicesbeen	Celco Partnership	Volcestrann	Cheriton Valley (308/12)	WaylessCo (30MHz)	TeleCorp PCS (20M-tz); AT&T Wheless (10M-tz);	unerlinold - 11% A2S huosalid		39007 7S · 61	10162	Miller County, MO	
USCOCO of Oreside Missouri, LLC						· - · · · · · · · · · · · · · · · · · ·	(SHMOT) assistW TATA		<u> </u>		1	T	
	qrimering's believed STVTT ASR IncomM	mar AsoloV	Celton Partnersky	Мосеевения	CHANEN VIEW (30NH-E)	Whytener Co (30MHz)	A LET Whethers (1988/tz): TelesCorp PCS (2088/tz):	usethroAf - FIT A29 huosalid	PIS	#Ma7 18 - 61	19062	Cole County, MO	
Collece Partendratio	grissoring belief, 8 ASH Iscosoft	- mediesioV	Celtos Partneratis	— ше лино й∧	Chairten Valley (30MHz)	Varieties (30MHz)	TeleCorp PCS (20MHz);	Margoust RSA #8 - Calaway	115	sphon IS - 61	75005	Calitaway County, NAO	217 - Jefferson City, MO
USCOC of Granter Missouri, LLC	girtenda 9 a. off A2A huossifil	- Description()	шее месоно.	Integinmo	Charlton Valey (30MHz)	AND AND STREET (30MHZ)	TeleCorp PCS (20M-kz);	eni.) - 24 AZA hvoquiM	Bos	#mo1 35 ; 61	54162	Randolph County, MO	
Colico Partenating	grienertra7 belimi j 8 ASR hubesM	beenealing	maevecieV	Sminghmin O	Charleon Valley (30MHz)	Whelesco (30kHtt)	100Cmp PCS (20MHz);	Managouni RSA #8 - Callaway	145	Bluod Ag - 81	60162	Montgomeny County, MO	
American Mobile Communications, LLC	Selection Right of California Parlementation of the Measury California	peeuvogu()	шен инистору	Modimino	Cheriton Valley (30MHz)	Whitenaco (30MHz)	TeleCorp PrCS (20MHz); AT&T Wireless (10MHz)	evilla2 - Tit A2S incrette	Q16	15 · 61	69062	Howard County, MO	}
USCOC of Greater Missouri, LLC	defendent of a self ASA transmitted	peeuroguy)	Дорови	hindinmO	Challion Valley (30MHz)	Whelesco (30ketz)	TeleCorp PCS (20M-lz); ATAT Wholes (10M-lz);	And - 84 A29 huosaidd		MUOJ JZ - 61	19062		
							(SI-MAGY) seeds PAY T.&T.A.		#0S				
American Mobile Communications, LLC	USCOC of Green's Missouri, LLC	beenogun	- м остоно м	infoqinmO	Charleon Valley (30MHz)	Whenhouses (30MHzz)	TeleCosp PCS (20MHz)	Columbia, INO MSA	2/2	MUNOJ 188 - 61	5106Z	Boone County, MO	
Mocence are	USCOC of Greater Missouri, LLC	peeue/gruf)	Volcoetreen	Ömmiçoint	(знецког дерей (зоружда)	(3HMOE) DOBBOOM	TeleCorp PCS (20MH4z);	noiwM - 88 A25 huoyeld	203 CNV NP	18 - St. Louis	2006Z	Audegin County, IAO	090 - Columbia, MO
Hon-Windins Collular Licenses	Ministra Cellular Licenses	PCS F Block	PCS E Block	PCS D Block	PCS C Block Licensee(s)	PCS & Block Licensee(s)	PCS A Block Licenses(s)	amath AMD qehavO	denano	emails of ATM quanco	(county)	BTA County	empth, oil AT8

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Doboos Cellular Systems, Inc.		COOKENIA OGGINA	Beniesky 7.87A	та не изде ржения	(ZFBNOC) GVBNEXBN	ANNAMENCO (2009HZ)	(SHMOE) mantesoloV	wquart - Sit ASR amortablO		AIO emprisono - 11	65100	Woodward County, OK	
WWC Lloanse L. L. C.	differential behind 1 A29 empression	easierth agins	EssiviW TATA	поделения учения	(SHMOC) everyeasing	WhelesaCo (30MHz)	Volcantra (300AHz)	Oktahoma RSA #7 - Beckham	509	11 - Oktahoma City	69100	Washka County, OK	
Table, L.L.C.												(1	
United States Collular Telephone of Gree	Dobson Callular Systems, Inc.	sample opening	assistiv 181A	THE PERSON	(32440E) eventral/	Wireless (30MHz)	(X)-BNOC) marriagoloV	eloneniež - 84 AZFI semorjebiO	109:	H - Oklahoma City	CCLOP	Serrinola Gounty, CPK	
OK-8 Company, Inc.	qrimentum betimi i 8 ABH ampliabito	BENDERNY OUTSTAND	assistW 7ATA	Volcesteam	(2HMOE) SURMUMEN	Wheeler (30MHz)	Voicembreen (30MP42)	alliki vegosi - 88 A&A amorialsO	009	11 - Oklahoma CAY	40159	Roger Male County OK	
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beligni, i provigate T mining Assemblik	Compuses, Inc.	seeden Whiteless	(seeken Y TATA)	т шеті цкоі∩∀	(2)BY()C) Shawash)	(ZHWOE) OCHRENANA	(SHMOE) maerasoloV	Oldahrmin City, OK MSA	59	ALC: DESCRIPTION	€210 9	Pollamatomie County, OK	
dylamina	1		· · · · · · · · · · · · · · · · · · ·										
beliefu errorigies Trainfied freedbild	Oktahoma City SMSA Limited Partmentite	BROOKLAN OCCUPY	U seelen YATA	Mast accio/	(2)-MOE) MEMILIAN	Witnesseco (30Metz)	Voicestram (30MHz)	ORDSHOWS CAY, OK INSA	69	Alta esportetato - Fr	60109	Ostanova County, OR	
Table, L.L.C.					···						\vdash		
United States Collular Telephone of Green	Outnom Cellular Systems, Inc.	Essienti agini A	MONTH TATA	шие интерес	(x)-BHOC) demograph	WindlessCo (30MHz)	(SHRADE) - HagesbeckeV	elonime2 - 3% A2A amontable	189	AIC) WARRING - III	(40104	Sklustone County, CM	
distriction			- ,		1	11.9,007 0 1.00	1124421 / 1/15	. 4-4-5 2 199, 117, 118		10 11			
Metwork Colluler Telephone Limited	Ottahorna City SMSA Limited Parternation	PROPERTY ACCURATE	Sandaniw 187A	WHEEPTON.	(SHAMOC) avendame)	WirelessCo (30MPtz)	(5)-BARDE) misertencioV	OMBRIOLING CHA' OK INSV	ہا	11 - Oppound City	£900#	Mo (Meason county, ON	
OK-3 Complet, Inc.		HOOPIN OCULA		Volone Dearm	SHAKOE, BYRNDKOM	Whether Co (30M/tz)	(2)-МОС) шанализиом	Oktational RSA 83 - Grant	960	71 - Oklahoma City		Logen County, OK	
OK 3 Cellular, Inc.		Sasistity epitrick		Volcaetratern	Meximum (30MHz)	WastersCo (30MHz)	(SPBARE) magningside	Mena CII ASS amortes (O	903	11 - Oklahoma City		Lincoln County, OK	
WAY CLOSES L.L.C.		Basis W Sperry		Man Pacing V	(SIBAOC) evandrado	(ZHINDE) DOBBIESHAN			209				
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OK-8 Contribut, Inc.			اا			(اا	4	1	f	
3.1.1 eareol. 34W		sasienti agany	Androwy TATA	May de de de la constante de l	(SHAROE) gvandradi	Wireless (30MPt)	(xHMOE) magnagioV	MM weed - St A2A amortatio	009	AKS INVOLUTION 11		Kinglisher County, OK	
	Texanima Celinis Limited Parintening	esolenW applich	BaolerW T&TA	MandagoloV	(SHEWOR) BYENDON	WhelesaCo (30MPt)	Voicestratm (30M/42)	notabel, - \$4 ASR amortatio	509	VIO amonation - N	\$3000	MO ymuon counts.	
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